

**D. Renuka** M.Com. ACS

COMPANY SECRETARY  
ACS : 11963 CP : 3460

Mobile : 98480 - 59315  
E-mail : prenukaacs@gmail.com

### Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,

The Chairman

2<sup>nd</sup> Annual General Meeting (AGM) of the equity shareholders of

M/s. Suven Pharmaceuticals Limited

8-2-334, SDE Serene Chambers,

3rd Floor, Road No. 5, Avenue 7,

Banjara Hills, Hyderabad – 500034

Telangana

Dear Sir,

**Sub: Consolidated scrutinizer's report for remote e-voting and e-voting during the 2<sup>nd</sup> AGM**

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I, D. Renuka, Practicing Company Secretary, appointed as a Scrutinizer by the board of directors of the company to scrutinize the

- a) remote e-voting process, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014, for the item nos. from 1 to 5 proposed as ordinary resolutions and 6 and 7 as special resolutions vide the 2nd AGM notice dated August 17, 2020.
- b) electronic voting system during the AGM through VC/OAVM, pursuant to circulars issued by the Ministry of Corporate Affairs (MCA) dated May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated May 12, 2020, provided by the Company for the shareholders who have not casted their vote(s) through remote e-voting process prior to AGM but casted vote(s) through e-voting system during the AGM.

M/s. Suven Pharmaceuticals Limited (the Company) confirmed that the 2nd AGM notice dated August 17, 2020 (together with the Annual Report of the Company for FY 2019-20) in respect of the below stated resolutions was sent electronically to all the shareholders of the Company whose email addresses were registered with the Company/Depositories in Compliance with the above said MCA Circulars and SEBI Circular.



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OFFICE :

Plot No. 143, Flat No. 301, SV's Kausalya Complex, Rajeev Nagar, Hyderabad - 45.

The Company engaged KFin Technologies Private Limited (KFintech), (Service Provider) to provide remote e-voting facility to the shareholders of the Company. The shareholders of the Company holding shares as on September 7, 2020 (the cut-off date) were entitled to cast their vote on the resolutions as contained in the notice of AGM. The voting period for remote e-voting commenced on September 10, 2020 from 9:00 a.m. (IST) to 5.00 p.m. (IST) on September 13, 2020 and the e-voting platform was deactivated thereafter.

The Company also provided electronic voting facility to the shareholders who participated in the AGM through VC / OAVM and not exercised their votes earlier.

After the conclusion of AGM at 12.37 p.m. (IST), the e-voting remained opened for 15 minutes. Thereafter, the remote e-voting facility provided before the AGM and electronic voting facility provided during the AGM were unblocked in the presence of two witnesses who are not employees of the company and the combined report has been generated based on the data downloaded from the Service Provider, KFin Technologies Private Limited (KFintech).

I have scrutinized and reviewed the remote e-voting provided before the AGM and electronic voting provided during the 2<sup>nd</sup> AGM of the Company and votes casted therein, based on the data downloaded from the Service Provider, KFin Technologies Private Limited (KFintech).

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting through electronic means on the resolutions contained in the notice to the 2<sup>nd</sup> AGM of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes casted "in favour" or "against" the resolutions stated in the notice of 2<sup>nd</sup> AGM, based on the reports generated from e-voting system provided by the Service Provider, KFin Technologies Private Limited (KFintech)

The combined results as per the provisions of Section 108 of the Act & rules made thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for every resolution under remote e-voting and electronic voting during the AGM are as follows:

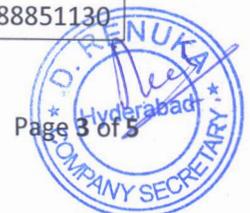


<b>ITEM NO. 1- Ordinary Resolution</b>									
<b>Adoption of Audited Financial Statements (both Standalone and Consolidated Financial Statements) for the financial year ended March 31, 2020 and reports of the Board of Directors and the Auditors thereon.</b>									
ASSENT			DISSENT			ABSTAIN/INVALID		SUMMARY	
No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	No. of share holders	No. of shares
229	88810599	99.9994	3	531	0.0006	0	0	232	88851130

<b>ITEM NO. 2 - Ordinary Resolution</b>									
<b>To confirm the Interim Dividend of Rs. 5.00 per equity share of face value of Rs 1.00 each already paid as final dividend for the financial year 2019-2020.</b>									
ASSENT			DISSENT			ABSTAIN/INVALID		SUMMARY	
No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	No. of share holders	No. of shares
228	88810399	99.9994	3	531	0.0006	1	200	232	88851130

<b>ITEM NO. 3 - Ordinary Resolution</b>									
<b>To Appoint Mr. J. V. Ramudu ((DIN:03055480) as a director liable to retire by rotation.</b>									
ASSENT			DISSENT			ABSTAIN/INVALID		SUMMARY	
No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	No. of share holders	No. of shares
225	88614775	99.7789	7	196355	0.2211	0	0	232	88851130

<b>ITEM NO. 4 - Ordinary Resolution</b>									
<b>Increase of Authorized Share Capital and consequent alteration of the Memorandum of Association of the Company.</b>									
ASSENT			DISSENT			ABSTAIN/INVALID		SUMMARY	
No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	No. of share holders	No. of shares
228	88810299	99.9991	4	831	0.0009	0	0	232	88851130



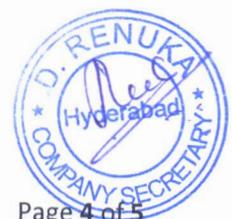
<b>ITEM NO. 5 - Ordinary Resolution</b>									
<b>Issue of Bonus Shares.</b>									
ASSENT			DISSENT			ABSTAIN/INVALID		SUMMARY	
No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	No. of share holders	No. of shares
228	88810270	99.9990	4	860	0.0010	0	0	232	88851130

<b>ITEM NO. 6 - Special Resolution</b>									
<b>Approval of Suven Pharma Employee Stock Option Scheme 2020 (SPLESOP 2020) under SEBI (Share Based Employee Benefits) Regulations, 2014.</b>									
ASSENT			DISSENT			ABSTAIN/INVALID		SUMMARY	
No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	No. of share holders	No. of shares
187	83440271	98.0513	40	1658331	1.9487	5	3712528	232	88851130

<b>ITEM NO. 7 - Special Resolution</b>									
<b>Approval of grant of stock options to the employees of subsidiary company (ies) under Suven Pharma Employee Stock Option Scheme 2020.</b>									
ASSENT			DISSENT			ABSTAIN/INVALID		SUMMARY	
No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	% of valid votes cast	No. of share holders	No. of shares	No. of share holders	No. of shares
187	83440271	98.0513	40	1658331	1.9487	5	3712528	232	88851130

**Note:** Total number of shares in summary of voting includes less voted shares of 40,000 for all resolutions.

The registers and all other records/papers relating to e-voting shall remain in my custody until the Chairman considers and approves. Thereafter the same shall be returned to the authorized person of the Company.



**Result:**

All the resolutions vide item no. 1 to 5 have secured requisite majority of votes and can be considered to have been passed as ordinary resolutions and Item No. 6 and 7 have secured requisite majority of votes and can be considered to have been passed as Special Resolutions.

The Chairman of AGM may accordingly declare result of the voting.

Thanking you,  
Yours' faithfully,



**D. Renuka**

Practicing Company Secretary  
Scrutinizer

**UDIN: A011963B000710133**



Place: Hyderabad

Date: September 14, 2020